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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Boston Generating, LLC,
et al.,¹

Debtors.

Chapter 11

Case No. 10-14419 (SCC)

Jointly Administered

**NOTICE OF FILING OF (A) FORM OF PROPOSED FINAL ORDER
(I) AUTHORIZING DEBTORS TO UTILIZE CASH COLLATERAL PURSUANT
TO 11 U.S.C. § 363; (II) GRANTING ADEQUATE PROTECTION TO PREPETITION
SECURED PARTIES PURSUANT TO 11 U.S.C. §§ 361, 362, AND 363;
AND (III) SCHEDULING A FINAL HEARING PURSUANT TO BANKRUPTCY
RULE 4001 AND (B) AMENDED BUDGET**

PLEASE TAKE NOTICE that on August 18, 2010, the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) filed the *Debtors’ Motion for Entry of Interim and Final Orders (I) Authorizing Debtors to Utilize Cash Collateral Pursuant to 11 U.S.C. § 363; (II) Granting Adequate Protection to Prepetition Secured Parties Pursuant to*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Boston Generating, LLC (0631); EBG Holdings LLC (3635); Fore River Development, LLC (7933); Mystic I, LLC (0640); Mystic Development, LLC (7940); BG New England Power Services, Inc. (0476); and BG Boston Services, LLC (6921).

11 U.S.C. §§ 361, 362, and 363; and (III) Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001(B) [Docket No. 18] (the “**Cash Collateral Motion**”).²

PLEASE TAKE FURTHER NOTICE that on August 20, 2010, this Court entered the *Interim Order (I) Authorizing Debtors to Utilize Cash Collateral Pursuant to 11 U.S.C. § 363; (II) Granting Adequate Protection to Prepetition Secured Parties Pursuant to 11 U.S.C. §§ 361, 362, and 363; and (III) Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001(B)* [Docket No. 56] (the “**Interim Order**”).

PLEASE TAKE FURTHER NOTICE that attached hereto as Exhibit A is the form of *Final Order (I) Authorizing Debtors to Utilize Cash Collateral Pursuant to 11 U.S.C. § 363 and (II) Granting Adequate Protection to Prepetition Secured Parties Pursuant to 11 U.S.C. §§ 361, 362, and 363* (the “**Proposed Final Order**”).

PLEASE TAKE FURTHER NOTICE that attached hereto as Exhibit B is a blackline of the Proposed Final Order marked against the Interim Order.

PLEASE TAKE FURTHER NOTICE that attached hereto as Exhibit C is the form of Approved Budget which will be attached as Exhibit A to the Proposed Final Order and which has been modified since the entry of Interim Order. Among other modifications, the fees allocated for the legal and financial advisors for the official committee of unsecured creditors, if any, set forth in Approved Budget attached hereto have been modified.

PLEASE TAKE FURTHER NOTICE that the Debtors intend to present a form of order substantially in the form of the Final Order at the September 13, 2010 hearing at 11:00 a.m. (prevailing Eastern Time) (the “**Final Hearing**”).

² Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Cash Collateral Motion.

PLEASE TAKE FURTHER NOTICE that although the Final Order is in substantially final form, additional changes may be made prior to the Final Hearing.

Dated: September 3, 2010
New York, New York

Respectfully Submitted,

/s/ D. J. Baker

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